# SEC Form 4

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### FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Addres	ss of Reporting Person RRY A	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MIM CORP</u> [ MIMS ]		tionship of Reporting Pers all applicable) Director	10% Owner
(Last) 100 CLEARBR	(First) OOK ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2004	X	X Officer (give title Other ( below) below) Executive Vice President	
(Street) ELMSFORD (City)	NY (State)	10523 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting Person

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$.0001 par value	02/24/2004		М		20,000	A	\$4.5	81,000 <sup>(1)</sup>	D	
Common Stock, \$.0001 par value	02/24/2004		S		13,736	D	\$7 <mark>.</mark> 9	67,264 <sup>(1)</sup>	D	
Common Stock, \$.0001 par value	02/25/2004		S		6,264	D	\$7.906	61,000 <sup>(1)</sup>	D	
Common Stock, \$.0001 par value								2,600	Ι	Joint With Spouse <sup>(2)</sup>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(eigi, puts, cuis, warants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Sec Acq (A) Disp of (I	umber ivative urities juired or posed D) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy Common Stock)	\$4.5	02/24/2004		М			20,000	(3)	12/02/2008	Common Stock, \$.0001 par value	20,000	\$0	25,666	D	
Employee Stock Option (Right to Buy Common Stock)	\$6.5							(3)	07/06/2008	Common Stock, \$.0001 par value	50,000		50,000	D	
Employee Stock Option (Right to Buy Common Stock)	\$12.2							11/28/2002 <sup>(4)</sup>	11/28/2011	Common Stock, \$.0001 par value	70,000		70,000	D	
Employee Stock Option (Right to Buy)	\$7.95							09/24/2004 <sup>(4)</sup>	09/24/2013	Common Stock, \$.0001 par value	75,000		75,000	D	

Explanation of Responses:

1. 60,000 of these shares represent restricted shares of Common Stock, which are subject to restrictions on transfer and encumbrance through December 2, 2006 and are automatically forfeited to the Company upon the termination of Mr. Posner's employment prior to December 2, 2006. The restrictions to which the restricted shares are subject may lapse prior to December 2, 2006 upon the achievement by the Company of certain specified levels of earnings per share in fiscal 2001 or 2002. Mr. Posner has sole voting power with respect to the 60,000 restricted shares. 2. These shares of Common Stock are owned jointly with his wife and he shares voting and dispositive power with his wife over these shares

3. Fully Vested

4. Vests and becomes exercisable in three equal annual installments commencing on the first anniversary of the date of grant.

**Remarks:** 

/s/ Posner, Barry A.

02/26/2004

Date

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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